MARVEL

the AMAZING SPIDER-GIRL®

THE END

THE END FOR NOW!

MAYBREAK

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¡SOTO!

the AMAZING SPIDER-GIRL

MAYBREAK

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#25

No. 25 the AMAZING SPIDER-GIRL

DeFALCO · FRENZ · BUSCEMA

Forest Hills, Queens...

PARK

Oh, maaaaan! This place looks like a war zone.

I almost can't believe a single mutant caused so much damage.

She took out this entire block and shattered windows for miles.

D'ya think Spider-Girl is...

Don't say it, J2!

We need to stay positive. We'll find her.

Anything new from the north quadrant, Bluestreak?

Maybe.

Spoke to a couple of firemen from the first battalion to hit the scene.

They claim a rescue team was already loading a survivor in an ambulance when they arrived.

Could be our girl.

Let's hope.

DAYBREAK!

What happened to the *X-People*, Thunderstrike? Where'd they go?

Most of them were sent to the hospital, *Sabreclaw*.

The rest took charge of the mutant that started this mess and air-lifted her to a secure facility.

I hear she's just a *kid*...and in pretty bad shape.

We were attacked by a MONSTER!

I am here with *Dr. Eve Manning*, the founder of *Humanity First*, whose headquarters was destroyed in the blast.

Do you believe your organization was deliberately targeted by the alleged mutant terrorist?

Absolutely... and there's nothing *alleged* about her.

She and others like her are trying to prevent *Humanity First* from educating the public to the dangers of--

Cut!

CUT!

What's wrong, Gary?

We need to move the van. This area isn't safe.

A piece of falling debris or something must have slammed into our antenna and killed our live feed.

We'll tape the interview and broadcast it later.

ACTION 7

I wonder whose sabre claw did that?

That'll buy the *X-People* time to get in front of the story.

Now let's find *Spider-Girl*...

Y'know, I thought I caught her scent for a moment.

But I lost it in the wind...

The PARKER HOME, Forest Hills...

I am a junior at Midtown High.

My two BFFs are Davida Kirby and Courtney Duran.

MY DIARY

I'm dating Gene Thompson, the school's star running back.

My name is May "Mayday" Parker--

--and I am the daughter of SPIDER-MAN!

I love my life--

--even though my memory has been pretty hazy since my battle with Sara Hingle.

Reading my diary filled in a few gaps, but most of my past is still a blank.

Did I really run into some kind of imposter right before the explosion--

--or was it just a nightmare?

A figment of my imagination?

I wonder if Mom's heard from Dad, yet.

He's been missing ever since *Sara Hingle* went ballistic.

Any chance that was Dad on the phone?

Sorry, it was only *Phil Urich* calling from the rescue site.

He hasn't seen your father, but things are pretty crazy down there.

He is, however, happy to hear that you made it home.

Mxplt

He's been trying to reach you on your cell.

I...must have lost it during all the confusion.

I was pretty shaken up by the explosion and everything.

Yeah, I'm hoping your father has a similar excuse.

Not that it'll do him any good.

I'm sure he's *okay*, Mom.

Then *why* doesn't he call?

Poor little *Benjamin*.

This is even affecting him.

He's been clinging to me all morning.

He seems so frightened of *some-thing*.

Blgpt

Do you really think he's reacting to Dad's *absence*?

Or could he be troubled by my *presence*?

Are you sure this is Spider-Girl?

S-she's just a...a *teenager*, Araña.

You weren't so picky when you recruited *me*, Michael.

Our people found her buried in the rubble.

She must have been right on top of the explosion.

Most of her clothes were incinerated by the blast.

I've read the doctor's notes.

I hope you realize that there's a good chance she won't make it...

This girl is a fighter.

She'll never surrender.

She will find a way to survive.

Besides, we *need* her to live...

Garrgh!

No.

=ARRGH=

W-where am I?

How did I get here?

And what's happened to my *powers?*

Why can't I *stick* to the side of this mountain?

This doesn't make any sense.

The last thing I remember is...

uhhhh

uhhhh

Hey!

Hey, YOU!

Can you tell me where I am or how I got here?

That isn't what you really need to *learn,* May.

Come sit by the fire...

H-how do you know my name?

Although you don't recognize me, our fates have always been entwined.

My name is also *May.*

...

Swell.

Good for you.

*Ahhh...*I hate to sound totally one-track...but... *errr...*could you please point me toward the nearest exit and...

RRAAAS

W-what's *that--?!?*

RRRAAAFFFSSSS

That is the ***beast.***

It is your destiny to confront her.

Are you freaking *kidding* me?

Please don't tell me I've accidentally stumbled into one of those stupid ***Joseph Campbell*** *Hero's Journey* scenarios.

Relax, May.

This has nothing to do with ***the Force*** or ***Star Wars.***

But I do have a tale to tell.

You must learn from the past in order to survive the future.

Look into the fire, my dear...

"There was once a young couple who were deeply in love.

"Their love grew even greater when *Peter* and *Mary Jane Parker* learned they were expecting their first child.

"A grim and fearsome goblin named *Norman Osborn* hated *Peter*--

"--so he kidnapped the baby shortly after it was born.

"Horrified by this unconscionable act, a man who had once considered *Peter* his mortal enemy--*a man called Kaine*--embarked on a quest to find the child.

"He somehow created a *duplicate* of the child.

"*Kaine* eventually succeeded and a baby was returned to the *Parkers.*

"But *Norman Osborn* had planned in advance.

"I do not know if *Kaine* rescued the *original* or the *duplicate*...

"I can only tell you that one was raised by loving parents.

"She eventually assumed her father's mantle, took on his responsibility--

"--and became the amazing SPIDER-GIRL!

"The other grew in solitude--

"--encased within an unfeeling stasis chamber--

"--until she recently awoke."

Your little bedtime story could use a happy ending.

Am I the *original*--

--or the *copy*?

That is a *question*--

--only the *beast* can answer.

RRAAWLFFFFF

Osborn Chemical...

May Parker is fine.

Phil Urich spoke to her mother earlier.

She apparently lost her cell phone which is why she hasn't been answering anyone's calls.

Unfortunately, Peter is still MIA.

And you think his disappearance is somehow connected to Project: Changeling?

I do, Darkdevil.

My grandfather, the original Green Goblin, conceived it as his final revenge against the Parker family.

Now I understand why Peter was behaving so strangely the other day.

How could any mind--even one as demented as Norman Osborn's--have envisioned such madness?

Did he really manipulate me--

--and trick me into returning the wrong baby to the Parkers?

This isn't about you, Kaine.

Normie, do we know which May is the original--

--or even which one is currently at the Parker house?

We don't.

I doubt anyone does.

My grandfather wouldn't have shared that knowledge and he died nearly sixteen years ago.

All I know for certain--

"--we must find *Peter Parker.*"

I don't understand, *Rene...*

Why is *Parker* strapped to this machine?

It's obviously some kind of programming device.

What does any of this have to do with *Project: Changeling?*

I honestly don't know, *Fury.*

The Council hasn't taken me into its confidence.

But I've heard *rumors...*

We are nearing the day *of his* return

The *Order of Goblins* will soon be reunited with its true *lord* and *master.*

Rene, y-you can't be *serious...*

I don't know if I believe it myself--

--if it's even *possible*--

--but this could be the beginning of--

"--the *resurrection of Norman Osborn!*"

No way!

No way I'm entering that cave.

The choice is yours, child.

You may accept the challenge or remain with me--

--for all *eternity.*

Climbing down the mountain *isn't* an option?

÷sigh÷

You really need an answer?

No.

Guess not.

RRFFSSSTT

RRRRRRRRRRAAAAAAALLFFFFFFFFFFF

I...

I don't believe it.

BRRRAAAALLLF

Talk about *corny!*

Nothing like the oh-so-subtle symbolism of being pitted against yourself.

At least I think that's *me.*

I am the real *May Parker--*

--and the true *Spider-Girl!*

KRAKK

Aren't I--?!?

She's going into *cardiac arrest.*

We're *LOSING* her!

Step away from the patient, doctor.

I'm afraid she's beyond your skills.

I'm the only one who can save her now.

Araña, *no!*

NO!

I know what you're planning.

It's much too dangerous.

But it isn't like we're over-flowing with options.

We *need* her.

She must SURVIVE!

Yeah. I know.

May!

MAY!

I suddenly sense great DANGER!

Really--?!

Where'd you get a crazy idea like that?

Thank goodness my spider-powers have returned.

They seem to grow stronger as I get closer to the beast.

I'm sure that's supposed to mean something--

--but I'll be darned if I know *what.*

SWA KKK!

=ARRRK=

THWIPPPP!

Need a hand?

W-who are YOU?!?

"Come vith me if you vant to live!"

Jeez, is everything a movie joke around here?

RRAAFFFFSS

Hey, I'm a *fighter*...not a comedian.

Let's hope.

Be cautious, child!

This woman has her own agenda.

You can only achieve your true destiny if you face the beast ***alone***.

There she is--!

The *It Girl* of Midtown High.

Some good gossip in the air.

I assume you've heard all about *Sara Hingle.*

Who hasn't?

Yeah, 'round-the-clock television coverage will do that.

I guess that leaves us with *Gene Thompson.*

Heard you finally came to your senses and dumped his sorry butt--

--in front of the entire football squad.

I'll bet that cut his male ego down to size.

You are my *hero.*

What finally set you off?

Did you catch him cheating with *Simone DeSantos,* again?

I...I'd rather not say, Davida.

That how you want to play it?

No problem.

You know it's only a matter of time before you cave.

CAFÉ INDIGO

You never could keep a secret.

In the meantime, the *lattes* are on me.

From what I hear--*and you know I speak to everyone who's anyone*--Thompson was totally humiliated in front of his peers and--

You talking about ***me,*** Kirby?

You and ***Parker*** got a lot of gall coming in here.

Gene--?!?

You want to know the meaning of true ***humiliation,*** Parker?

It'll be ***you*** once I read you the riot--***WHAAAA?!***

SPLAT!

HA HA HA HA HA HA HA HA HA HA

Y-you did that on purpose.

You *tripped* me.

You are going to be so *sorry* you ever messed with me, lady!

I'm going to make you listen to me and--

Listen to *this*, Mister.

We are *done*.

So keep your *hands* to yourself--

--or *ELSE!*

CLAP! CLAP! CLAP! CLAP! CLAP! CLAP! CLAP! CLAP! CLAP!

YAY, MAYDAY!

RRLLFFSSTT

This creature's much too powerful for you, Spider-Girl.

You need my help.

H-how do I know I can trust you?

What have you got to lose--

--aside from your life?!

KRAK KAK!

Something is warning me against--

AAAYYIII!

You were saying something about *trust*?

T-thanks!

I... I'm sorry I doubted you.

Forget it!

I bring that out in a lot of people.

There's something very weird about this monster.

The way it keeps reaching for you...

Like it's only trying to *capture* you.

Why?
What does it want?
Your immortal soul.
Y-you're kidding, right?
Hey, you asked.
There's only one way to defeat this thing.
What do you suggest?
Take my hand!
We must combine our strength--
--and become a single, united force.
Hurry! We're running out of time.
Don't do it, May!
That woman is only trying to usurp your true destiny.

It's too late to turn back.
The process has already begun--
--and NOTHING can stop us now!

YAAAAAAAAAAHH!

=UGNNH=

Araña!

I warned you the process was *dangerous.*

Why didn't you *listen?*

What can I say?

I always did have a stubborn streak.

?!?

Roll up your tongue and pop your eyes back in your head.

Everything worked as planned.

B-but...

What's the matter, Michael?

Don't you *recognize* me?

A NEW BEGINNING!

THE RESCUE!

LA MAISON DeJUNAE, a little over sixteen years ago...

He calls himself KAINE. Once a mercenary who killed for hire, he recently embarked on a mission of mercy...

For months, he has hunted the cult of assassins known as the Brotherhood of Scriers, seeking a mysterious "package" in their care.

Where is SHE?

I've come for the CHILD!

The trail has led him across the globe--from a New York hospital to the Caribbean and finally here to the south of France!

KILL HIM, my brothers!

TOM DEFALCO--WRITER TODD NAUCK--ARTIST RAIN BEREDO--COLORIST DAVE SHARPE--LETTERER TOM BRENNAN--EDITOR

I don't blame you for trying to stop me.

We both know how *Norman Osborn* rewards failure.

What's happening out there?

Why aren't you helping the others?

I am your last line of defense, *Monsieur DeJunae.*

Norman Osborn paid you people good money to complete this assignment.

Monsieur, while the *Brotherhood* has little love for *Osborn* and his *Goblin cult*--

--be assured that we will lay down our lives to fulfill the terms of our contract.

I should certainly hope so.

Poppa!

POPPA!

What are you doing here, Élan?

Where is your nurse?

S-she's hiding in the wardrobe.

She's very frightened, Poppa.

Me, too.

There's nothing to fear, my love.

Please return to your room before--

KRAAK!

Too late, Monsieur.

The only exit is blocked.

Philippe DeJunae!

I believe you're holding a "package" for me.

I'll gladly sign for it in your blood!

=Ahem=

Aren't you forgetting something?

Monsieur DeJunae is under my protection.

Monsieur--

--do I look *impressed?*

I know you Scriers consider yourselves the deadliest martial artists and assassins on Earth.

You are not even *close.*

TWACK!

The *child*, DeJunae...

N-Norman Osborn will kill me if I surrender her.

True.

I'll save him the trouble if you *don't*.

You would murder an unarmed man in front of his own daughter?

Yes.

The child, DeJunae.

Good choice, Philippe.

You just won *father-of-the-year*.

I hope you realize the master will hunt you down.

You will never escape his vengeance.

Fine by me.

Tell *Osborn* I'm coming for him, too.

CASTLE OSBORN, the Swiss Alps...

Kaine has taken possession of the package.

Excellent.

I trust the Scriers added a certain authenticity to the festivities.

Indeed, master. They suffered significant casualties.

Élan and I, however, were unharmed.

I'm so pleased, Philippe.

Family is very important to me.

How are things at your end, Norman?

Project: Changeling is proceeding apace.

If all goes according to plan, I shall initiate it within a year or two...

THE END...FOR NOW!

My name is Benjamin Richard Parker, but my big sister just calls me...

Li'l Benjy

THE SPECTACULAR SPIDER-BABY

in--

First Day Drama!

Tom DeFalco--writer
Colleen Coover--artist

WE'RE SO GLAD YOU CHOOSE *MIDTOWN TYKES,* MRS. PARKER.

YOU COME HIGHLY RECOMMENDED, MRS. PRUNELY.

THIS IS BENJY'S FIRST EXPERIENCE WITH DAY CARE.

MIDTOWN TYKES DAYCARE CENTER

I'M SURE HE'LL DO FINE, MRS. PARKER. IT'LL BE GOOD FOR HIM TO PLAY WITH SOME CHILDREN HIS OWN AGE.

Hi, Handsome!

My name's **Shelly**... and this is **Raphael.**

Hey...I can understand you!

Of course, dude! All babies can talk to each other. What's your name?

Uhhh...I'm **Benjy.**

What is this place? Why are we here?

Welcome to your first day at **work,** Benjy!

W-WORK?!? What's that?

We keep grownups from getting bored.

It's our job to test the *quality* of the toys they give us.

WAM! WAM! WAM!

We also entertain them.

Want to show Benjy our act, Raff?

Why not?

BLA-BLA-BLA-BLAAAAAAAA!

KWAK! KWAK! KWAK! KWAK!

WHAT ARE YOU DOING, RAPHAEL?

Mrs. Prunely loves good music.

Are you sure? She doesn't look very happy.

IF YOU CAN'T PLAY NICELY WITH THESE TOYS, I'M TAKING THEM AWAY.

Get ready, Handsome! Here comes the *best* part--!

I WANT YOU CHILDREN TO BEHAVE YOURSELVES FROM NOW ON.

Oh, boy!

Cookies!

COOKIES

She always rewards us whenever we do a good job.

COOKIES

I'LL BE BACK IN A FEW MINUTES.

Hey! She's leaving the cookies.

Yeah, but we can't reach them.

Sure, we can.

It's easy when you know how.

There's something strange here. Babies can't climb walls.

Wait a sec...why doesn't it work for me?

I've been able to do it since I was little.

My big sister gets real excited whenever she sees me on the ceiling.

COOKIES

So I don't think I'm supposed to do it in front of grownups.

COOKIES

Uh-oh! Feels like Prunely is headed this way and--

BUMP!

COO

YIKES!

SPWA-TWASH!

LEAP!

What d'we do?

What d'we do?

FLIP!

What d'we do?

TUMP!

When in doubt, always resort to *Plan C*--

--C for "cry your eyes out!"

OH, DEAR! THE JAR MUST HAVE FALLEN AND TERRIFIED YOU POOR CHILDREN.

WAAAAH!

ICE CREAM

MAYBE A LITTLE SNACK WILL MAKE YOU FEEL BETTER.

You're a great addition to the team, Benjy.

But there's something very **strange** about you.

the end... FOR NOW!

#26

Which is the real daughter of SPIDER-MAN? And which is...

THE REPLACEMENT?!

South America...

I have some rather distressing news, master...

You say that as if you ever have any other kind, **Chesbro.**

With all due respect, you are the kingpin of an international crime ring.

Dinners are rarely thrown in your honor.

Your point is well taken, my friend. What's the problem this time?

It concerns **Spider-Girl.**

She recently battled an unidentified mutant who allegedly **imploded--**

--and released enough energy to devastate a small section of **Forest Hills.**

And--?

She hasn't been seen since.

Spider-Girl is currently **missing--**

--and presumed **dead.**

KLAAAANG!

NO!

I don't believe it.

She would have found a way to survive.

Mobilize all our forces!

Offer an appropriate reward to anyone who spots her.

I will leave for ***New York*** immediately to personally supervise the search.

D-do you really think that's wise?

I...

...I ***must*** learn what's happened to her...

Manhattan...

What do you think of my sexy new body, *Miguel?*

Not bad, *huh?*

I'd forgotten how wonderful it is to feel so young and full of energy.

You should be ashamed of yourself, *Araña.*

I know you're determined to bring the *Black Tarantula* down--

--but you had no right to hijack Spider-Girl's body.

Don't be such a *drama queen.*

I'll return it as soon as I'm finished--

THE REPLACEMENT

--and I'll try not to break anything in the process.

Her complexion is simply amazing.

This is a girl who knows how to moisturize.

This *isn't* a game, Araña.

We're in uncharted territory here.

How long can your own body survive without you?

What if you can't reverse the process?

You worry too much, Mikey.

I'm going out for awhile.

Our people did their best to copy her costume and web-shooters--

--and I need to test-drive them.

This is SWEET!

What about the real *Spider-Girl*?!

Where is she right now?

You're being completely irresponsible, Araña!

=Ugnnnn=

W-what happened--?!

You didn't listen.

I warned you.

Told you not to trust Araña.

But you knew *better*.

That's the trouble with your generation.

Bunch of *know-it-alls*.

My generation--?

You're not that much older than me.

Appearances can be very deceiving, sweetie.

I'm well-preserved for my age.

RRRRALFFF!

RRRRALFF!

Why is the creature still here?

I thought we already defeated it.

At least it seems to have shrunk--

--or is that just another illusion?

I believe she's growing weaker.

Why does she--*it*--keep staring at me?

What does it want?

Appearances, sweetie!

Appearances!

You'll learn...

...in time...

You've got some serious work ahead of you.

Since you foolishly allowed Araña to usurp your destiny, you need to track her down and drive her from this land.

I suggest you head for that distant peak and--

Again with the stupid mountains?!

Something wrong?

Look, I'm as big a Joseph Campbell fan as the next geek, but *come on!*

Can't we-- *y'know*--update this whole *hero's journey* thing?

I don't see why not.

You want *modern?*

I can do *modern.*

Now *that's* what I'm talking about.

CARD BARN

Espirit

LACY'S

ATM

MIDTOWN MALL

TOYS

BIG AND TALL

SLEEPY'S
The Mattress Professionals

BEAR-BUILDER

THE MARVEL STORE

Jewelry

RRRRALFF!

Does Cap'n Growly Pants really have to join us?

Afraid so.

She may prove very useful.

Whatever!

I need to get back to my real life.

Let's just get this--

DONE!

Not a bad job.

Even if I do say so myself.

What's gotten into you, hotshot?

You've been a real dynamo with the household chores.

Just trying to help.

Besides, I never realized how much fun they could be.

Yeah.

I can't quite buy that, May.

But I do want to thank you for keeping your brother and me company.

I know you'd rather be out looking for your dad.

You don't need to worry about Dad, Mom. He's a survivor.

Let's hope.

Why don't the three of us take a walk?

If anyone calls about Dad, we can just forward them to your cell.

Good idea! Benjamin and I could use some fresh air. He's so frightened about something.

Well...

...I guess this explains what's happened to *Peter Parker.*

Where did you get this video, *Osborn?*

Security cameras monitor every inch of Osborn property, *Kaine.*

This is even worse than we feared, *Normie.*

Peter must have been coming to see me when he ran into *Fury.*

Why would your enemy kidnap *him?!?*

Papa--?!

I've done *everything* you and the *Council of Goblins* have ever asked of me.

I just don't understand this whole *Peter Parker* thing.

What does he have to do with *Project: Changeling?*

Élan, my dear, there are certain secrets that even I cannot...

Please, Papa! You can't keep me in the dark...

All right.

All right.

I never could refuse you...

It all dates back to our true master.

Norman Osborn conceived of *Project: Changeling* as his final revenge on *Spider-Man.*

As far as I've been able to determine, it involved a child and a duplicate that was somehow infused with the original's DNA.

"Unfortunately, our master was savagely murdered before he could implement *Project: Changeling.*

"There was a power vacuum after his death and the *Project* was forgotten until recently."

"One of them--*and I don't know which*--was briefly in our custody.

"Norman watched over the other.

That doesn't tell me very much.

What is its true goal?

How does it relate to this *Parker* person?

Norman never explained.

But I have always suspected that he intended to use *Project: Changeling* to somehow provide himself with an appropriate heir.

Heir?!

This old fossil?

What about my precious *Normie?*

You must remember that Norman's grandson was only a **child** *when he died.*

Osborn always had a back-up plan.

Sweet!

Very sweet!

I never realized *Spider-Girl* possessed such strength and agility.

I am *so* lucky she didn't wipe the floor with me the last time we fought.

And this odd tingling at the base of my skull.

It's almost like it was drawing me to *Forest Hills* and--

PHOTO

Now that's *odd!*

I swear that young girl down there bears a striking resemblance to *Spider-Girl's* secret identity.

Sale!!

Must be my imagination.

Or maybe I just have a guilty conscience!

NO!
NO!
MIDTOWN MALL
This can't be real!
My double is trying to replace me--
--and STEAL my life!
My poor mother and brother--that thing could attack at any moment.
I've got to save them.
SONIX OUTIQUE
RRGHLX!
You have to save yourself first.
W-what's wrong with her?
GRRRRALF!
I believe she senses--
--DANGER!
Please tell me we don't have to descend into that darkness.
GRAAAL!
We have to descend into that darkness.
Seriously?
This wouldn't be much of a quest without a few challenges.

Forest Hills...

You guys get the word?

Who hasn't?

The big T is offering some serious coin for a certain wall-crawler.

Any-body got a plan?

Yeah.

We hunker down and leave the heavy lifting to some other mooks.

No good can come from getting between two angry spiders.

You sound like a *politician.* You present a *well-reasoned* and *articulate* argument--

--but one which is as *short-sighted* as it is *ineffective.*

Where's your sense of *adventure,* gentlemen?

Aren't you the least bit curious about *why* the Black Tarantula suddenly wants me?

THUPP!

I AM!

Sweeeeet!
I'm even more powerful than I thought.
Those two clowns are reallllllly out.
We'll be glad to return the favor, lady.
Grab her!
Take her DOWN!
Okay, I want to make sure everyone has a good grip.
Isn't this FUN?
Whoa!
WHOA!
Fergetaboutit, lady! I'm a bagman not a fighter.
I surrender.
There is no surrender.
I was really counting on you gents to give me a decent workout.
Impressive.
I almost feel sorry for the real Spider-Girl--

"--she doesn't know what she's missing!"

GGRRRAL!

Elite

HSSSSS!

Uh-oh!

I-it's a pack of *rats!*

Giant Rats!

Why the heck are they in this--

Oh, no!

Mall rats!

MALL RATS?!

I mean-- *seriously?!*

You're the one who wanted *modern.*

Yeah. *Modern.*

Not *cornball!*

KHUMP!

GLEEP! GLEEEEEP!

Oh, no!

NO!

Back off!

She may be a hideous spider creature--

--but she's *my* hideous spider creature.

I...I don't believe I'm asking this, but...are you okay?

GRAUUF!

Good!

I think.

C'mon! We can beat these things.

All you gotta do is aim your web-shooter and--

THWIPP!

Not bad, girl!

We actually make a pretty good team.

GRAAAUF!

Finally.

We finally have a place to start.

I doubt *Fury's* acting alone. Someone helped her escape from prison recently.

Darkdevil and I will hit the usual haunts until we score a lead.

You guys are going to need some help. I'll put in a call to the current *Green Goblin.*

Aside from being *Parker's* friend, he also has a vested interest in stopping *Fury.*

I hope you boys haven't forgotten me.

Brenda! I thought we agreed that your costumed days were over.

Desperate times, my love.

B-but you were almost crippled the last time you went out as *Raptor.*

RRRING!

ahem

If you and your husband want to discuss this in private...

There's *nothing* to discuss, Kaine.

RRRING!

I've heard rumors that Osborn's old *Goblin Cult* has resurfaced and established a base somewhere in the city.

If we could just find one member, I'm sure we could *persuade* him to point us toward *Fury.*

Since they only recruit men in positions of power, this may require a little subtlety.

I might be able to get a list of Osborn's former associates from the government's criminal data base.

We can compile a list of likely suspects and--

Uhhh... guys?

No need for subtlety.

I have *Fury* on the line.

She wants to deal.

We DID it!

Together.

RAFSZT!

I'm afraid there's still work to be done, ladies.

You've only dealt with Araña's guardians.

You still have to breach her sanctum and drive her away.

Y-you've got to be *kidding--!*

I...I doubt even the *Hulk*...could smash through this barrier.

What do I keep telling you about *appearances?*

You can do it--

--with a little help from your new friend.

Take a good look at her and tell me what you feel.

I...I guess she's beginning to grow on me.

I can't even remember why I used to be so frightened of her.

RRRING!

Parker residence.

Is that you, May? I'm glad I caught you. It's Phil Urich.

Uncle Phil--?!

Yeah.

I just got off the phone with *Normie.*

He's finally got a line on your dad and is calling all hands on deck.

I figured you'd want a piece of the action.

Uhhhh... yeah... *sure!*

This is my big chance.

Am I ready to be *Spider-Girl?*

Are you ready to admit the *truth?*

You've always known *who* she really is--

--and *what* she represents.

S-she looks like *Spider-Girl*--

--but that's *me.*

I'm the *real* Spider-Girl.

Are you?

I *have* to be. I can't believe I'm the *copy.*

Ohmigoodness!

S-she doesn't have a *face*--!

That's because *Araña* usurped your destiny.

She's the one who stole your life.

You first became *Spider-Girl* out of necessity.

You continued because you thought you had a *responsibility* to carry on your father's legacy.

But it eventually became a monstrous *burden* that threatened to overwhelm you.

Are you really ready to reassume it?

I... I don't know.

I hate keeping secrets from my friends.

I hate the constant fear--

--and never-ending loneliness.

But it's my *burden.*

My *responsibility!*

This is the path I must embrace--

--because my name is *May "Mayday" Parker*--

--and I am the daughter of SPIDER-MAN!

BLLONNGG!

KWONG! BWAN! BWOOM!

GYUNNNN!

What the--?!

I-it looks like she's having some kind of fit.

Should we call an ambulance?

After the way she just beat on us?

Fergetaboutit!

The *Black Tarantula* may want her--

--but he never specified in what *condition.*

WHOOMP!

PWOOM!

=ygnnh=

WHAAA--?!?

W-where am I?

Araña!

Thank goodness you've finally come to your senses.

Where's Spider-Girl?

Where did you leave her body?

W-what happened to the mall rats?

Are you all right?

Araña--?!

Why do you keep calling me...

No!

Oh, God-- NOOOOO!

Li'l Benjy

THE SPECTACULAR SPIDER-BABY

"Christmas Crisis!"

by Tom DeFalco & Colleen Coover

My name is Benjamin Richard Parker, but my big sister just calls me...

I HAVE PLENTY OF WORK TO DO WHILE YOU CHILDREN ENJOY YOUR PLAY DATE.

MAYDAY

BENJY

My mom seems be real excited about something, Shelly. I wonder what's up? *

Don't you know *anything*, Benjy? This is a special time of year called--

--FAT DAY!

*TRANSLATED FROM BABY TALK!

W-What's *Fat Day?*

Some old *fat man* sneaks down all the *chimneys* in the neighborhood around this time every year.

Ho Ho Ho!

He *steals* everyone's money and leaves a bunch of stupid clothes behind.

Your parents will be *complaining* for months about how much *Fat Day* cost them.

MOM

DAD

BENJY

SHELLY

No Fat Man's gonna rob my house.

My big sister has something that I can use to stop him.

?!?

the end... FOR NOW!

#27

WHO'S BEEN SLEEPING IN MY HEAD?!

Contrary to appearances, my name is *May "Mayday" Parker* and I am the daughter of *Spider-Man.*

I just happen to be stuck in the body of a costumed mind-swapper named *Araña.*

Be careful, May! You need to concentrate to stay connected to this body.

If you become distracted or lose focus, you may be cast back into the spirit world forever.

Uhhh...

Great.

That's just *terrific.*

As if things weren't bad enough, I'm also being haunted by a spirit who is also named *May.*

Are you all right, *Araña?*

You seem rather... *distressed.*

What happened while you were in Spider-Girl's body?

Good question, whoever you are.

I'll ask your boss when I find her.

You're obviously in Araña's headquarters--

--and need to escape before these people realize you're an impostor.

Ya *think?!*

Why do you keep mumbling to yourself, Araña?

What's wrong?

You'd better come with me to the med-lab.

You need a complete mental and physical checkup.

Sorry, pally--

--I have plans of my own.

TWAKKK!

=UGNNN=

Miguel!

Forgive me, Mistress--

--but you wouldn't attack Miguel if you were in your right mind!

Truer words were never spoken.

May! May! You mustn't lose your temper.

Will you please stop *nagging* me?

I know what I'm doing!

Is that *so,* Little Miss Know-it-all?

More or less.

I'd say a lot *less.*

You've obviously forgotten that you left your *web-shooters* with your other body.

÷Whoops÷

No need to panic.

Araña can also stick to walls.

I knew that.

A double somersault should get me close enough to--

÷ARRRGH!÷

Stupid *gravity!*

You only have yourself to blame.

You've battled Araña in the past.

You should know that she just doesn't have your spider-like strength or agility.

Nag.

Nag.

NAG.

SHAKK.

We seem to have had a *failure of communication.*

When I asked the underworld to locate *Spider-Girl,* I failed to specify your intentions.

Our people, quite naturally, assumed the worst.

Are you telling me that they actually managed to *injure* her, Chesbro?

It's my fault, master.

I am ready to accept whatever punishment you deem appropriate.

How seriously was she hurt?

See for yourself.

Whoa!

I-it's the *Black Tarantula* himself.

This is a real honor, sir.

We have a little present for you, boss.

Please excuse us, Chesbro. I need a few moments with these gentlemen.

B-but, sir, you shouldn't hold them responsible for my mistake.

You may *go,* Chesbro.

KWK

SPWAKK!

URRRRK

CRASH!

AAYIII

THUMP!

UFFT

BWAP!

ARGGH

SKWAM!

Some of these gentlemen may require medical assistance or even hospitalization.

I will, of course, cover their expenses.

What about the reward we promised them?

Double it.

They certainly earned it.

Meanwhile, across town, the brand new May navigates a brand new, fuel efficient transportation alternative!

HA!!!

Swinging on a web is more *fun* than I ever imagined.

I just love being SPIDER-GIRL!

I need to calm down and get serious.

Fury is still holding my dad.

I'm really hoping *Normie Osborn* has come up with a way to save him.

How do we know which *Spider-Girl* is joining us?

Is there any way to determine the *clone* from the *real one?*

You don't think clones are *real,* Darkdevil?!

With gems like you, how could I *not* trust them?

You guys want to snipe at each other? *Fine!* Enjoy yourselves.

Normie, you're the closest thing we have to a scientist.

How *do* we tell the difference?

We don't.

Not without an exhaustive series of genetic tests...that could still prove inconclusive.

We need to stay focused on the main prize, people. *Fury* claims she's willing to deal for *Peter Parker.*

Even an *Osborn* couldn't be crazy enough to trust her.

I suppose I should take that as a compliment.

No, I don't trust her but I do have a plan...

Oh, no!

NO!

I-it's even worse than I thought.

I'm totally *ancient!* Look at these crow's feet!

This body must be at least *thirty* years old.

No wonder it's so feeble.

I barely traveled a few dozen blocks and I'm already feeling the strain--

--and the weather.

What am I going to do?

How do I find the real *Araña* and regain my body?

What did I tell you about staying calm?

There must be someone you trust.

Someone who never fails you.

Daddy!

He'll know what to do. He always does.

I won't even have to worry about him recognizing me.

His *spider-sense* will tell him the truth.

You *lied* to me, Rene.

What are you talking about, Fury?

You know why the *Goblin Council* ordered me to kidnap *Parker* and attach him to this machine.

You've always known.

We are merely following the last wishes of our beloved lord and master.

And you're all making a terrible mistake.

Norman Osborn designated *Parker* as his heir nearly sixteen years ago--

--but his *final revenge* was lost until recently.

A lot has changed.

His grandson has grown to manhood.

Normie is now ready to assume the master's place.

That isn't for us to decide.

Isn't it?!

Across town...

You just made a big *mistake,* lady.

You should have given me a *dollar* when I asked.

L-leave me alone.

I don't want any trouble.

Too bad.

We *do.*

Turn over the handbag and we won't mess you up...

Too much.

Help!

This is *New York,* lady. Nobody gets involved.

Wanna BET?

Wha---?!?

Don't you keep up on current events?

Everything's about to *change*, my friend.

Control, May. *Control.*

You mustn't lose this body.

Are you all right, ma'am?

Thanks to you, young lady.

You probably saved my life.

I hope you won't think less of me for borrowing this coat.

I'm not exactly dressed for the weather.

Go for it, honey!

You could strip these guys and leave them in Macy's window for all I care.

Is there anything I can do for you?

Actually...

Do you have a cell phone I could borrow?

Meanwhile...

Everyone in position?

Raptor and I are directly overhead, Normie. We have eyes on you.

Eyes on you--?!

I heard it on TV.

This isn't a game, Urich. That's my husband down there.

Relax, Brenda.

Every-thing's going to be fine.

Watch the skies.

Fury is due at any--

--moment.

Hope I haven't kept you waiting, darling!

Thanks for agreeing to meet me up here.

It's a little out of the way--

--but affords far more privacy than *Starbucks.*

In the interests of full disclosure, I arrived early enough to watch your friends take their *oh-so-subtle* positions.

Hiya, Kaine!

Looking grim and gritty as usual.

Listen, Fury, I--

Reeeeelax, handsome! I don't blame you for bringing backup.

I would have done the same in your position.

Shall we get down to business?

Let's.

What do you want in exchange for *Peter Parker?*

Not *what.* *Who.*

The *Goblin Council* is planning to crown *Parker* as your grandfather's successor--

--an honor that rightfully belongs to *you!*

It's not one I *seek--*

--or Parker will *accept.*

He has no choice.

Neither do you.

The *Goblin Cult* isn't going away. The legacy of *Norman Osborn* will live on.

RINGGG!

It's your responsibility to step up and seize it--

--before it's thrust on an innocent man!

Hello?

Normie--?

Thank goodness you answered. I tried my dad, but couldn't reach him.
Who is this?
Believe it or not, it's *May.*
No, it isn't.
I only know one *May* and you don't sound like her.
Wait! Don't hang up. I can prove it's me.
*Did you ever tell **anyone** about the time I kissed you in your apartment?*
Wha-- how do you-- *May?!?*
It really is me, Normie.
Have I got a *story* for you...
Urich!
Are you out of your mind?
We can't let *Fury* escape.
It's our job to find out where she's keeping *Parker.*
You can certainly *try.*
Although I kind of figured you *would.*
MEN AT WORK
I don't believe it.
I *lost* her!
Yeah, and it's usually a real challenge to outsmart you.
Great plan, Osborn.
Sounds like Fury's in the wind.
Uhhh...
I'm afraid that could be the *least* of our problems.

Feeling better?

Much.

I am so sorry for what happened.

It's not your fault.

In fact, I owe you a big reward for rescuing me.

Why did you remove you mask?

What are you doing?

Something I've been dreaming about for a very long time.

N-no, it can't be--!

ARAÑA--!

What have you done with the real SPIDER-GIRL?

Answer me, witch!

Only the *truth* can save you.

So you still remember my kiss after all these years.

I suppose I should feel flattered.

It's a real pity that one of us must *die*.

HA HA HA HA HA!

The loser patrol has under-estimated me, again.

I know my precious *Normie.*

He's much too noble and honorable to abandon his friend.

It's only a matter of time before the darling boy agrees to substitute himself for *Parker* and then--

KWAMM!

Sorry, Goblin Girl!

There's no *happily ever after* in your future.

:Arrrk:

Normie assumed you'd pull a fast one and held me in reserve.

I have a little thing called a ***spider-sense*** that helps me keep tabs on creeps like you.

What have you done with my father?

Where is he?

I'll kill you if you've harmed him.

A-are you insane?

Why ask me about your--

--father?!?

Of course!

Of course!

KZAK

What a complete and utter fool I've been!

I always assumed *Parker* was like a second son to the master.

The truth is far more diabolical.

Peter Parker is SPIDER-MAN!

Norman Osborn chose his greatest enemy to be his heir.

The master must have been as *mad* as the unbelievers always claimed.

If the rest of the *Goblin Cult* even suspected such an abomination--

--the *Council* would be over-thrown.

We'd be torn apart by *civil war.*

Rene! It's imperative we stop the process.

For the sake of all we hold dear, we must--

KZAK

Timing is *everything,* Fury.

No need to be so formal, Rene.

Well done, my lord.

You may call me... *Norman.*

Fury probably thinks she's *safe.*

She doesn't realize that I'll eventually track her down.

I'll find a way to--

Whoa!

Who the heck are you?

Funny.

I have the same question for you.

This isn't a good idea, May.

Will you please stop distracting me?

Huh?

You talking to me?

You're the only one here.

I know you're a *fake.*

I just don't know *which* fake.

Since you don't seem to recognize me, I'll take *clone* for $200.

=UFFFT=

You need a better source of information.

I'm the true *Spider-Girl.*

Accept no substitutes.

Liar!

You're only a *costumed counterfeit*--a sick monstrosity created by the original *Green Goblin.*

And you're an old woman who's either *senile* or just plain *stupid.*

You're *losing* it, May!

You must rein in your *temper--NOW!*

Please, May! Our bond to the physical realm is fraying.

Shut up!

I know what I'm doing.

You want to try me, granny?

Go for it!

Ha!

You're either slowing down or holding back.

I had a hunch you wouldn't want to damage this body.

Are you insane, Fabian?

A direct blast like that could have crippled the poor girl.

Don't bet your 401k on it!

If I remember correctly, the easiest way to drive you out of Spider-Girl's form is--

PAIN!

Agonizing pain.

If you're so concerned, relinquish your hold--

--before you're hit by an *indirect* one.

Stop it, Fabian! *Please!* I never meant to endanger Spider-Girl's life.

She's innocent.

So was I--

--before I first met you.

How many times must I apologize?

I never planned to hurt you or--

ARRRGH!

ARRRGH!

?!?

Odd.

Very odd.

May!

MAY!

=Hgnnn=

W-what do you--

Ohmigosh!

I'm back.

I'm really--

--back?!?

You arrived just in time to DIE!

Lucky you!

Li'l Benjy

THE SPECTACULAR SPIDER-BABY

"Flight Slight!"

by Tom DeFalco & Colleen Coover

My name is Benjamin Richard Parker, but my big sister just calls me...

MIDTOWN TYKES DAYCARE CENTER

Look! Up in the sky--!*

*TRANSLATED FROM BABY TALK!

It's a *bird!*

It's a *plane!*

Shhhhhhh!

It's SU

That's a *bad* word in my house.

the end... FOR NOW!

#28
FRENZ - GUSCEM
ISOTOPE

GRIM, BE MY GOBLIN!

KRASSSHH!

Relinquish your hold on *Spider-Girl*, you murderous witch--

--or I promise you AGONY beyond ENDURANCE!

B-but she's already *gone.*

Araña has left the building and I'm-- *YIKES!*

This madman won't listen to reason, *May!*

He still believes *Araña* inhabits your body.

My name is *May "Mayday" Parker.*

Seriously!

I'm pretty sure I'm the daughter of *Spider-Man.*

I just can't seem to convince the *Black Tarantula* I'm the real *Spider-Girl.*

Certainly ***understandable,*** considering the circumstances...

With all the body-hopping that's been going on, I don't blame the *Tarantula* for being confused.

I'm confused--

--especially when you add the brand new *May* into the mix.

Only one of us is the real deal--

--and I really hope it's *me.*

Pay attention, young lady! Now is not the time to worry about the other *May.*

You need a plan.

Already have one.

Distance!

PWOK!

PWOK!

Uh-oh!

Time for *Plan B.*

What's *Plan B?*

Find a *new plan.*

I don't know which was more arrogant.

Using your old tricks to commandeer Spider-Girl's body--

--or daring to *kiss* me!

As if I could ever forget the way you kiss.

Whoa!

The *Black Tarantula* and *Araña*?!?

=EWWW= *Way* too much information!

So that's why she's so determined to kill him.

Still, it does give me an idea...

W-what are you doing, May?

If a kiss got me into this mess--

--maybe a second one will get me out.

KZAK

Either way--

--it did distract him long enough to get tagged by his own ricocheting eye-blast.

That kiss...

S-Spider-Girl--?

That's what I've been trying to tell you.

It really is *me* this time.

I don't know how she rigged it, but *Araña* pulled the ol' switcheroo again.

Yes...

She has a habit of running out on me.

Please forgive me for not recognizing you.

How can I ever make it up to you?

You start by helping me find my mask.

Then we can try to figure out what happened to--

"--Araña!"

?!?

Q-que--?

Spider-Girl!

This must be her doing.

The last thing I recall was... *Fabian!*

Where is he?

What did she do to him--

--and why am I falling?

Well, well, isn't this convenient.

I can ask her myself.

WHA--?!?

You, again?!? What is your problem, lady? Why do you keep attacking me?

Don't act like you don't recognize me, girl!

Where's Fabian?

Who?

You know perfectly well who I--*of course!*

You move a lot like her, but there are subtle differences.

You're the *impostor*, aren't you?

No! NO! The other one's fake.

I'm the *real* Spider-Girl.

I don't have time for this nonsense.

I need to rescue my dad.

Y-your father's in danger?

The situation keeps getting worse...

Not only has *Peter Parker* been captured by *Fury* and the *Goblin Cult*--

--but I've recently learned that the person currently dressed as *Spider-Girl* is actually the clone.

You're making a whole lot of assumptions, Osborn.

There's no proof the *new May* is a clone.

She could actually be the real *May Parker* or... something entirely unknown.

That's true, Kaine. I just know she's not our *May*.

Fair enough, Osborn.

It would be just like your grandfather to arrange for Parker to raise a counterfeit all these years.

Yeah, Darkdevil--*the original Green Goblin was one nasty piece of work!*

Although our May will always be the real one as far as I'm concerned.

Urich, I can't believe I'm saying this, but we finally *agree* on something.

Okay, now that that's settled...

I suppose I should tell you that I've decided to take Fury's deal.

I'm going to exchange myself for *Peter Parker*.

Incredible!

You say the *Goblin Cult* is holding the father of one of your friends hostage--

--and has created a *duplicate* of you?

That's about the gist of it.

My own dear father had occasion to do business with *Norman Osborn.*

Never said anything pleasant about him.

A common reaction, I hear.

I believe *the Brotherhood of the Scriers* also had a major falling out with the *Order of the Goblin* a while back.

Chesbro, see if you can locate the current New York headquarters of the Goblin Cult.

And, *uhhh,* arrange to have this apartment repaired.

As you wish, mister.

I need to run a personal errand while Mr. C. gathers his intel.

I'll return as soon as I can.

I noticed you didn't mention me to your *friend.*

Funny about that!

Where's your sense of responsibility, May?

How can you associate with a common criminal like the *Black Tarantula?*

Like *you* really have the right to criticize my circle.

Hello?

I'm afraid *Fury* can't come to the phone now.

She's rather *indisposed* at the moment.

I have an important message for her...

I see.

A moment please...

My lord, *Fury* apparently brokered a deal with your grandson.

She offered to release Peter Parker if Normie surrendered himself to her custody.

Have to give the girl credit.

She knew what she wanted and went after it.

Make the deal happen, René.

I owe it to my grandson to inform him in person--

--that he is no longer needed to serve as my heir to the *Goblin legacy.*

Mom--?

You home, mom?

We're down here, May. Where have you been?

I...*uhhh*... I've been following up some leads.

My web-shooters were acting up so I figured I'd pick up a fresh pair and see how you and ***Benjy*** were doing.

I-it is so wonderful to see ***Mary Jane***... and...is that little ***Benjamin?***

We're fine--

--although we still haven't heard a peep about your father.

Whoa! Someone's really happy to see his big sister.

=gltzzk=

Your family is very beautiful, May.

Yeah.

Yeah!

--and I wanted to remind myself what I'm fighting for!

I've missed you, too, big guy.

I had to make sure the other ***May*** hadn't harmed them--

This is practically ***suicide.***

There's no need to be so dramatic, Brenda. I know what I'm doing.

Do you, Normie?

Fury was right about some things.

The ***Goblin Cult*** is not going away--

--and it is my responsibility.

I doubt even ***Parker*** would want you to sacrifice yourself.

I'm not going to be in any danger--

"--***Kaine, Darkdevil*** and ***Urich*** have me surrounded and will pounce on ***Fury*** the instant she glides into view."

Phil--?

Pete?

Is that really you?

You escaped!

You always do.

Man, I knew you'd find a way beat the bad guys.

I appreciate your confidence in me.

A pity it is somewhat misplaced.

ZZZANK!

W-why, Pete?

W-why--?!?

Oh, Philip...

...I'm afraid ***Peter*** doesn't live here, anymore.

KASHAK!

Greetings, Goblins!

I apologize for dropping in without an appointment, but I need to speak to someone in authority.

The *Tarantula* and *Chesbro* certainly get results.

They're *criminals*, May--

--and your father would never approve of this relationship.

Again with the nagging.

Odd! Something about this guy looks familiar...

How dare you bring a costumed hero to our secret headquarters?

You may be the ***Black Tarantula***, but we pay a sizable monthly stipend to operate in your city.

True, but you've recently violated the *spirit* of our agreement.

I understand you've been hosting a rather reluctant guest.

Think before you speak.

You can't even imagine the consequences of *lying*.

All right... *yes!*

Where is he?

My master would kill me if I told you.

But would he do it slowly, breaking each bone individually--

--so that you could truly ***savor*** the experience?

Across Town--a different Spider-Girl!

You might have fooled me if I hadn't already fought the real Spider-Girl.

Stop calling her that!

She's the *phony.*

She's the one who stole the life that should have been mine.

Maybe, but she's the one with the real ***courage,*** raw ***skills*** and the pure ***determination*** to succeed.

She's the one with ***heart.***

Let's see what you look like beneath that mask...

No!

I can't let you see my real face.

My identity must remain a secret to protect my family.

What's happening to your face?

Those eyes--but you can't be a s--

Shut up! I'm the real Spider-Girl, I tell you.

The real SPIDER-GIRL!

TWAMM!

QWOMM!

Pathetic.

ZAAAAK

--This *face* proved to be a problem for you.

I knew it would.

You and your friends all suffer from the same weakness.

That's the true genius of my plan.

It's why I always knew I was destined to win.

NORMAN OSBORN has no such weakness!

You're much too compassionate to hurt a friend.

I assume you're headed for *Osborn Chemical* now.

Yeah, that's where the man said my...*errr*... friend's dad was taken.

What kind of *Parker* are you, May?

This monster would have murdered that poor man in cold blood.

Tell me...

Would you really have *tortured* that Goblin guy?

Of course not.

Certainly not with you present.

What if I wasn't there?

I wouldn't have been, either.

Here is where we part company.

You have a friend to rescue and I must deal with *Araña*.

What happens when you find her?

That all depends on her...

He's lying, May...and you know it!

They obviously have a history.

It doesn't concern me.

I know your parents raised you better.

A real *Parker* would do the right thing.

How will he feel if *Araña* dies because you failed to act?

Enough with the guilt thing!

I promise to check on her right after I--*Whoa!*

Will you please stop haunting me?

My first responsibility is to rescue Dad.

BORN
MICAL

What's with the *flashing lights?*

I hope you feel honored, Kaine.

I didn't even try to deceive or distract you.

You're a true killer like me and have earned my respect.

I recognize the man called *Kaine* from your memories--*another one of your questionable associates!*

Do you mind?

I'm kind of busy here.

Hey, Big Greenie! I hate to ruin your good time--

--but the *Spider/Goblin War* is long over.

The most recent *Green Goblin* is even one of the good guys and a friend of mine.

You okay, Kaine?

G-get out of here, Spider-Girl! *GO!*

I-it doesn't even matter *which* Spider-Girl you are--

--y-you *can't* fight this madman.

Sure, I *can*...

KA-THUNK!

Just WATCH!

I don't know who you are in that goofy getup.

Don't care, either.

I just want Peter Parker!

KWAK!

Where is he?

TOOM!

What have you done with him?

PWOP!

Tell me!

TELL ME!

Okay...

Okay...

He's right HERE!

D-Daddy--?!?

And that's not even my biggest surprise!

SHHHNIT!

You really put me in a difficult position, young lady.

I was truly conflicted between letting you beat on Peter, knowing how it would feed your guilt--

--and going for the big reveal.

FTTTAAAASHHHH!

=gakk=

Unfortunately, preparing a host body can be rather difficult.

It took nearly sixteen years for me to acquire this one.

And, besides, I still have at least one more shocking revelation in store for you.

Yes, my dear, the *Spider/Goblin War* is truly over--

--and I *WON!*

KWAM! KWAM! KWAM!

Of course, I still owe you for ruining my grandson.

LWOK! LWOK! LWOK!

Consider this *payback!*

I'm not going to kill you, my sweet.

I even plan to spare our mutual friend *Kaine* for the moment--

--although I will make absolutely certain he cannot interfere with today's festivities.

KZAK! KZAK! KZAK!

My god! Peter will never forgive himself.

I'm guessing that's the plan.

Time to gather up your strength, Spider-Girl.

You and I are going to *race* now.

If *I* win--

--*MOMMY and BENJY die.*

Or you could just try to stop me--

--*by killing dear old DAD!*

There's got to be a way to free Dad from whoever's controlling him.

There's just *gotta* be a way!

No.

THWIPP!

NO!

No.

HA! HA! HA! HA! HA! HA!

You're destined to *lose*, Goblin Guy!

Trust me, I am going to find a way to save *every-one.*

It's what I do...

Because my name is *May "Mayday" Parker* and I am the daughter of *Spider-Man.*

Although, at times like this, I kind of wish it was *Gladys Anne Garfinkle* and that I was the town librarian.

I...

I don't think that was *Ulrich.*

N-neither do I.

Y-you'd better check on the guys, Raptor.

I feel like I just saw a ghost.

That maniac almost beat you senseless, May.

You're in no condition to stop him.

Thanks for the vote of confidence.

What the--?!?

I...I am so sorry, May.

I'm just overwhelmed. I honestly don't know what to do.

And here I thought you spirit guides knew everything.

Luckily, you don't need to do anything...

That's my job!

THWIPPP!

SPRONGGG!

Are you *insane,* little girl?

You're lucky you didn't dislocate both your arms with that crazy maneuver.

What are you trying to accomplish, anyway?

Your house is just across the street.

I could blast it apart from here.

UREEEEEEEEEEEEEEEEEE!

I hope you realize you'll give out long before my glider does.

Y-yeah...

SPRANGG!

BKOW!

KTAASSH!

THOK!

AYYII!

M-Ma-- Spider-Girl, what on earth--?

Get out of here, mo--Mrs. Parker!

Run, before--

Behind you!

KTAASSSH!

Hail! Hail The gang's all here!

It's good to gather the FAMILY together--

--especially since you are about to DIE!

May, I really hope you have another *Plan B* up your sleeve.

My name is Benjamin Richard Parker, but my big sister just calls me...

Li'l Benjy

THE SPECTACULAR SPIDER-BABY

"Cool Cake!"

by Tom DeFalco & Colleen Coover

What's your momma doing, Benjy? *

Don't ask me, Shelly...

SIFT SIFT

SUNSHINE FLOUR WHITE

VANILLA EXTRACT

*TRANSLATED FROM BABY TALK!

Adults can be very confusing at times.

LOOK! Now she's hiding that white stuff in the hot place.

20 MINUTES LATER...

Wow! My momma must be a genius. She changed the white stuff into a cake!

Well, I hope you're hungry--

--'Cause somebody's making an even bigger one!

the end... FOR NOW!

#29

¡SOTO!

A lot of teenagers think their homes are *war zones.* They should have *my* life.

May!

MAY!

What's happened to your *father?*

And *who* is this imposter?

Which one is the imposter?

I-it's kind of complicated, Mom... but please *don't worry.*

I'll find a way to protect you from this fourteen-carat phony.

Don't listen to her, Mom! She's the *fake.* I'm the real *May.*

The real SPIDER-GIRL!

My name is *May "Mayday" Parker* and I am the daughter of *Spider-Man.*

Of course, my opponent makes the same claim.

How do I prove I'm really *me--*

--when I'm fighting a perfect *duplicate* of myself?

Especially since there's a chance she's the *original* and I'm the *copy.*

And that's not my *only* problem...

THE END OF MAYS

I'm being haunted by a spirit that's also named *May.*

You must get your mother and brother to *safety,* May.

Really--?!

Why didn't I think of that?

This is no time to get snippy, young lady.

Tell me about it! We're already in deep doo-doo because *Norman Osborn* has taken up residence in my dad's body.

And, if he has his way, this will truly be...

For God's sake, Peter-- *please HELP your daughter!*

Your family NEEDS you, Peter!

I don't know why you're dressed in that awful outfit. You have to snap out of whatever's controlling you.

My family-- *my real family*-- was destroyed by the *Parkers.*

Here's where I return the FAVOR!

Poor old *Peter* will never forgive himself if you and your squealing spawn die by his hand.

No way you're hanging that kind of guilt on my dad.

He feels bad enough when he takes the last *Eggo.*

There's got to be a way to free my father from this maniac.

And, yet, how do I fight *Norman*--

--without hurting *Dad?!*

Hoo-boy! No one ever promised web-swinging would be easy--

--but this is downright ridiculous!

Get Benjy to safety, Mom.

But I can help you reach your father.

He's still in there somewhere.

May, you don't have time to argue.

Norman wants them *dead.*

Peter murdered my son.

I only want what's fair.

Oh, *no!*

HANG ON!

I...I don't understand.

W-why are you trying to harm my mother and brother?

Father knows best, my dear.

Please, Mom--! I really need you to go.

I can't concentrate while you two are in the line of fire.

May, *look out--!*

Run, Mom! RUN!

All right!

I'll go if it will help you buy your father the time to break free.

Let's just hope that happens--

--before the situation grows worse.

=arrrgh=

Wha--?!?

Oh.

Wake up, Araña!

I should have known it was you.

What happened, Anya?

I...I ran into Spider-Girl's imposter.

It didn't turn out well.

This just *isn't* your day.

I still owe you for trying to manipulate me...*again.*

You just can't let the past go, *can you?*

Are we talking about when you recently pretended to be *Spider-Girl*--

--or all the other times you tried to murder me?

Whatever! We have more pressing problems.

You're lucky I don't just snap your neck--

You're *not* listening, Fabian.

You *never* listen to me.

Spider-Girl is in serious trouble.

I tried to rip off her double's mask and that's when I learned the truth.

She isn't HUMAN!

Tell me more...

I don't know who's controlling Peter.

I just can't believe it's *Norman Osborn.*

He's been dead for too many years.

Even if it is possible, Peter will find a way to beat him.

He always does.

I just have to have faith in my husband--

--and my little girl.

Poor May! How can she survive against a monster like--

"--the original GREEN GOBLIN!"

PWOOM!

I thought subway service improved while I was gone.

There goes another fine myth.

PWOOM!

Hey, Goblin--*let's play a new game!*

Guess *which* Spider-Girl I am?

I'll even give you a few audio *hints.*

SOKK!

THWAK!

BTOK!

BTOK!

You're really beginning to annoy me, young lady.

Luckily, I know your weak point.

SIFFT

TWAPP!

You are, after all, your father's daughter.

Is he saying I'm the true *May?*

Or does he merely mean my parents raised me right?

Or...

THWIPP! THWIPP!

He's just messing with your mind.

You can't take anything he says at face value.

But...

Listen to me-- *second-guessing yourself isn't very productive.*

Welcome to *Parkerville!*

Uh-oh! I need to regain my balance before--

What's wrong with you?

Why would you deliberately put yourself at a disadvantage to help some random stranger?

KWOMP!

If you have to ask, you really should audit *Heroes 101*--

"--just so you know how ***good guys*** roll!"

UBWAY

There's no need for you to ***walk,*** darling.

You have *always* been stronger than Norman!

No matter what he's done, he has always failed to beat you!

Peter, I know you're in there somewhere!

You can't let him win now.

May, little Benjamin and I-- *we're all counting on you!*

Mary Jane, I...

I...

I couldn't resist watching the hope drain from your face.

My head--!

Why is it suddenly ting-- *of course!*

That whole *spider-sense* thing can be rather disconcerting if you aren't used to it.

SWIPPP!

I've gotta say, Mom--

--you're holding up remarkably well, all things considered.

In case you haven't guessed, this *isn't* my first rodeo.

CHOOM!

CHOOM!

CHOOM!

I'll hold his fire while you scoot.

May, don't be fooled by Norman's false bravado.

I could sense your father getting stronger.

He hasn't stopped fighting.

Good to know.

Although that makes my job even harder.

Will an all-out assault on the Goblin help Dad--

--or hinder his efforts?!

I wish I had an answer for you, May.

I guess it doesn't matter, anyway...

Considering the odds against me, I really don't have many options.

You realize you're about to die, little girl.

Yes and I'm finally going to get the life that is rightfully mine.

-ahem-

Be careful what you wish for.

Wall-crawling isn't all it's cracked up to be.

What is it about you that engenders such loyalty?

Your father never had so many allies.

I'll handle the *Black Tarantula.*

His father was a constant thorn in my side and it will be a pleasure to destroy him.

My father never had any respect for you *Goblins.*

And you're such a fine example of sartorial splendor.

By the way, you are hopelessly outmatched.

You take the women, daughter.

Your leader was a mad-man and your costumes are much too gaudy.

I possess both *goblin* and *spider* powers.

And I have *justice* on my side.

She *stole* my life!

We can take her, Spider-Girl.

Whatchoo mean *we*, Araña?

Things didn't work out too well for me the last time I trusted you.

I know and I sincerely apologize.

I'll prove my good intentions.

I...I think she's telling the truth.

You told me this imposter was your exact duplicate.

That couldn't possibly be true--

--unless you're a *monster*, too!

No! NO! I can't let you expose my secret identity.

What on earth--?

I've never seen anything like it.

I'm afraid I *have*.

This *isn't* my first rodeo--

"--with a SYMBIOTE!"

You're not as smart as you think, sweetie!
This *isn't* my real face.
It's just a disguise to protect my family.
Really?
Certainly fooled me.
Anya, *no!*
NO!
Don't tell me you have *feelings* for that little witch.
Your father should have trained you better.
Emotions can only get you--
"--KILLED!"
Stay back, Anya! I'll try to--
ARRRGH!!
Fabian!
I could have saved myself.
Why did you sacrifice yourself for me?
Why?!
D-do you really have to ask?
That's close enough, Spider-Girl.
Make another move and I paint the night with your friend's brains.
Did I do *well*, Father?
Adequate, my dear.
Your attempt to guard your secret identity could have used a bit more *subtlety*--
--although I shouldn't expect too much from a girl raised in a *test tube*.

I still remember the first day I laid eyes on you.

Or maybe it was the *other* Spider-Girl.

It doesn't really matter anymore, *does it?*

Either way, I cloned one of you and genetically tinkered with both.

I had to make absolutely certain that Spider-Man's powers would eventually manifest themselves.

"I eventually placed the other baby in the care of my good friend ***Philippe DeJunae.***

"I kept you and added a few more enhancements.

"I even hired the services of ***Eddie Brock,*** the original ***Venom***--

"--and used cell samples from his alien symbiote to transform you into a unique ***hybrid.***

"While all this was happening, I also distilled all my *thoughts, dreams* and *desires*--*my very essence*--into my *brain-enhancer.*

"I needed a new successor after *Spider-Man* murdered my dear son *Harry*--

"--and there was only one logical heir to the *Goblin legacy.*

"Unfortunately, fate intervened.

"Thanks to my recent access to Spider-Man's memories, I learned that he eventually succeeded in killing me, too.

"My final revenge was all but forgotten--

"--until *Philippe* stumbled upon my secret laboratory about two years ago.

"He later sent his daughter *Élan,* who is better known as *Fury,* to get a blood sample to update your DNA.

"*Fury* also obtained a current sample from the *Venom symbiote* when she recently possessed it.

"*Philippe* later arranged for my failure of a grandson to *accidentally* discover the girl in the test tube--

"--and *Norman* played the perfect pawn."

Unfortunately, *Fury* can't be here to witness my final triumph.

She disagreed with my choice of *heir* and had to be *chastised.*

I trust she will be more *compliant* when she recovers.

You're about to *die*--

--and I'm *ascending into GODHOOD!*

W-why is that creature wrapping itself around the Goblin?

I-it looks like a giant *COCOON.*

Mom said Dad was still struggling inside *Norman.*

B-but which one of us is the *real* daughter of *Spider-Man?*

Weren't you paying attention?

I already told you it no longer matters.

Come, my dear, it's time to employ your greatest *enhancement.*

Yes, Daddy-- *I know what must be done!*

That's where this battle will finally be decided.

Deep within the psyche of the GREEN GOBLIN!

This could be the final mistake of my life--

--but I have to trust my instincts!

I didn't plan for a hitchhiker, Spider-Girl.

Not that it matters...

You, your father, the hybrid and I will now bond together--

--and form an invincible FORCE!

Behold the GOBLIN GOD!

Up and at 'em, girl!
You need to get back in the game.
W-where am--
Oh, no!
Not another stupid *vision quest.*
Quit your complaining!
You've got work to do.
We're running out of time to stop Norman.
What kind of nightmare realm is this?
It's actually your father's sub-conscious--
--but it's been twisted and distorted by Norman's presence.
Those shadows--*it's like they're alive!*
In many ways, they still *are*--
--to your *dad!*
He's still haunted by past *mistakes, battles* and *enemies.*
Probably will be until his dying day.
I...I had no idea.
He always seems so secure and confident.
He's a *Parker.*
He knows how to hide his pain.
That's our destination down there--!

It is a *stronghold* your father erected in his subconscious--

--to remind him *why* the world needs someone like *Spider-Man.*

B-but that's *us*--

--and *none* of us were even around when he first donned his webs.

I know.

He's added to this citadel over the years.

It contains his most precious *memories*--

--and the very *soul of Peter Parker.*

The outer wall has been *breached*--!

Dad!

DAD!

Where are you?

Welcome, my dear...

Welcome to the final victory of NORMAN OSBORN!

You've arrived just in time to *perish* with your dear old dad.

R-run, May!

Run!

No one can beat him now.

HAHAHAHA!

FWOOOSH!

Look! That's not the *Goblin* we saw earlier.

This one must be at least twelve feet tall.

H-how is that even possible, Normie?

What does it mean?

"The game is finally over--

"--and *Peter Parker* is lost forever."

It means my grandfather has *ascended*...

Your poor husband never really understood the rules.

It didn't matter how many times he defeated me.

I only had to achieve a SINGLE VICTORY.

I hope you don't expect me to cower in *fear*--

--or buy that *hogwash*.

We Parkers never *quit*.

We never SURRENDER!

SWAK! SWAK! SWAK!

We never lose HOPE!

SWAK! SWAK! SWAK!

You may only be a Parker by marriage--

--but you're nearly as infuriating as your husband and daughter.

CRAKKK

ARRRRGH!

Time to face reality, Mary Jane! I've WON and now--

--EVERY-BODY DIES!

#30

THE END

FOR NOW!

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NEVER SAY

My name is *May "Mayday" Parker.*

I am the daughter of *Spider-Man* and I'm about to fight the most important battle of my life.

Everyone I love is depending on me.

Dad, Mom and little *Benjy* will all *die* if I fail.

But I *won't.*

I CAN'T!

SSWAKKK!

You're *wasting* everyone's time, little girl.

I've already conquered your father--

--and he's the far more *experienced* web-slinger.

=UGGN=

Norman's right, May! We need to retreat and come up with a plan.

You don't have enough raw power to challenge the original *Green Goblin.*

NO!

This is no time to play it safe.

If I try to run, he'll just kill my dad.

I've got to find a way to beat him *here* and *now.*

B-but, May--!

Please! Everyone has to grow up sometime--

--no time like the present!

What is it with you *Parkers*, anyway? Why can't you just admit when you're beaten?

Your stupid father still refuses to die--

--even though he knows I already control this psychic realm and his physical body.

Maybe you're not as all-powerful as you think, gramps.

I'll show you power, little girl!

W-what the--?!

Since this will definitely be the last time Peter and I will ever meet, I plucked this old memory from the deep recesses of his brain.

It's our first official meeting--

--with a special TWIST!

Enforcers, if you would be so kind--*please kill the young lady for me!*

Ah don't recall seein' her earlier.

It don't matter, *Montana*. We got our orders.

That's right, *Ox*.

H-how is this even possible?

It's obvious that Norman can somehow manipulate Peter's memories.

Yeah.

Already got that part.

I'm just trying to wrap my head around the fact that I'm mixing it up with a bunch of baddies--

--who were probably too old to fight by the time I graduated kindergarten.

Careful, *Fancy Dan*-- she's real slippery!

Your warning came a little too late, you brainless lummox!

You trained her well, Peter.

She's good--

--much better than you ever were.

I especially like the fact that she doesn't bother with the annoying jokes--

--that you used to employ to cover your insecurities.

Unfortunately, she has no hope of defeating me.

And, if you think the situation is bad here--

"--you should see what's happening to your *wife* out in the real world!

HA HA HA!

I find your fortitude very admirable, Mary Jane.

You must be in a universe of agony thanks to the arm I just broke--

--but you refuse to scream because you don't want to terrify your baby.

I used to wonder what my dear *Harry* saw in you.

Either he was far more perceptive than I realized--

--or you've grown since your marriage to *Peter Parker*.

Just as I've grown since I bonded with the *hybrid May*.

Y-you *monster!*

I can't believe you made some twisted genetic duplicate of my daughter.

Why do you assume the hybrid is the duplicate?

I had both Mays in my possession.

The one you raised could easily be the copy.

:ARRGH!:

Ahhhh!

And you were doing so well.

Your courage has earned you an honorable death, Mary Jane.

A death that will haunt your husband down through eternity.

Look!
The *Goblin God* has taken a woman hostage.
I...I believe that's the wife of his host body.
Someone named *Parker.*
According to *Spider-Girl,* the poor man was chosen because he was best friends with Osborn's son *Harry.*
Whatever! We've got to get you to the nearest hospital.
No, we have work to do.
I...I'll be *fine, Araña!*
In case you haven't noticed, Fabian--*you're in the process of bleeding to death!*
Have you forgotten that I am the *Black Tarantula*--
--and possess powers--
--far beyond the ken--
--of mere mortals?
I-if you can heal like that--?!
How did you manage to murder my father?
I'm afraid that's a topic for another conversation. Look, in the sky!
We've got to find a way stop my *grandfather.*
I hear you, Normie.
Between you, me and the others, I'm sure we have enough firepower to take him down.
I hope you're right, Phil.
The Parkers are counting on us.

HA HA HA HA!

Enough with the preliminaries, it's time to shift to the *main event--!*

This memory has always been one of my particular favorites.

I'm sure you'll enjoy it, too.

What the heck are we doing on the *Brooklyn Bridge?*

No!

Oh, NO!

This was the site of your father's most traumatic loss.

I don't think he ever fully recovered from it.

I don't understand, May.

How do you even know such things about my dad and why are you--

--LOOK!

Your presence in this world has been a source of constant *agony* to me.

I wish you to leave it... *permanently.*

Or else... Gwen Stacy *dies!*

Looks like she's in a state of *shock!*

We've got to get her to a hospital!

Play close attention, Spider-Girl--

--as your oh-so-perfect father makes a critical judgment error.

You'll never take that girl *anywhere!*

She's *doomed*, do you hear me?

Doomed-- and so are *YOU!*

Gwen, NO!

I've got to *catch* her--

--stop her fall before she hits the *water!*

Freeze, Dad!

Don't fire that webbing!

It will only result in disaster.

W-who are *you--?!*

Someone who just wants to help--

I know *exactly* what to do.

I've been trained by a guy who has relived this scene on way *too many* sleep-less nights.

THWIPP!

I saved her.

You're going to be just fine, Ms. Stacy.

M-Mary Jane--?!

YES!

Not quite.

Believe it or not, I'm her daughter.

LIAR!

You're just the *clone* who hijacked the life that should have been mine.

While you were snuggling in my parents' arms--

--*Norman Osborn* was transforming me into some kind of monstrous *hybrid.*

While you were playing *Spider-Girl*--

--I was rotting in *stasis.*

I am the real *May Parker*--

--and I want MY LIFE!

HA HA HA!

HA HA HA!

Try to hang on a little longer, Mary Jane.

You don't want to miss the big climax.

Normie!

Can you hear me, darling?

I've found them.

We're in north-west Brooklyn, heading toward Manhattan.

Great, Brenda!

Phil Urich and I are already on our way.

I'll alert Kaine and Darkdevil.

Keep them in sight, but please don't engage the Goblin unless you have to.

I'm afraid he's seen me and I'm already in it up to my feathers.

In other words-- HELP!

No one's going to help *you*, Spider-Girl.

There is no last minute rescue in your future.

Norman, this madness has gone on long enough.

Who the heck are you, anyway?

I belong in the past, like you.

Are you crazy or-- *ARRGH!*

W-what are doing to me?

I'm just trying--

"--to set things *right!*"

H-how did we get here?

I don't know--

--but this is one of *my* memories.

It's the night I first discovered I was the daughter of *Spider-Man.*

TWAMMM!

MAGIC!

MAY

PAY

GO!

MIDTOWN!

What have you *done*, woman?

No matter!

I can get us back on track--

--by reminding Spider-Girl of her first encounter with my grandson.

This is *unacceptable*, May!

It's your *father* I need to destroy!

Sorry, Normie! My dad's been retired ever since your *grand-father* blew off his leg!

I...I don't understand.

I thought *Normie Osborn* was your friend.

He is *now*.

That came *later*--

--after we stopped trying to kill each other.

It's almost a shame we'll never reach that point.

You must *die*--

--so that I can finally *live!*

That isn't true, May.

There's room for *both* of us.

What kind of a *fool* do you think I am?

There can only be *one* May Parker!

Only ONE!

My grandson started out so well.

He had such potential.

Why did he renounce his true legacy--

"--and turn against *me?*"

Go, Phil-- GO!

Is that you, grandson?

I was just introducing myself to your new bride.

Lovely woman.

Why are you allowing a buffoon like ***Phil Urich*** to wear the costume that should be yours?

Accept your true heritage and *join me.*

I'm afraid he's his own man.

ARRRRGH!

Y-you're the one called *Darkdevil.*

Why are you risking your life to save ***Parker?***

He thinks you're a criminal and hates the sight of you.

PWAKKK!

HA HA HA!

Wake up, Peter!

One of the Mays is about to kill the other.

If you're a good boy and promise to suffer before you die, I might even tell you who's your real daughter.

We don't have to be enemies.

We should join forces and save Dad.

Why should I trust you?

You'll only betray me--

--and lock me back in *stasis*.

No, I wouldn't do that to you.

We could become friends.

Even closer than sisters.

No!

NO!

There can only be ONE!

HA HA HA!

HA HA HA!

Do you recognize that bridge, Mary Jane?

We always seem to end up here.

Unfortunately, there are no Spider-People to rescue you.

Technically, you're right--

--but I sort of qualify.

KAINE--!

Do you feel that, Osborn?

It's called the *mark of Kaine.*

I hear it hurts-- *A LOT!*

UHAKT!

EYYIIII!!

NO!

Oh, Benjamin--!

I... ...I am so sorry.

THWIPP! THWIPP!

Oh, Benjy--

--looks like you also take after Dad!

But even *he* can't make his own webs!

I don't believe it.

That's what I'm talking about. These Parkers simply refuse to *die*.

I'm hoping you won't be as stubborn.

This just isn't your day, Osborn.

Araña? Black Tarantula?

I thought I killed you already.

What's wrong this picture?

Why can't anyone just stay DEAD?

What's wrong with you, May?
Why don't you just kill this imposter and be done with it?
You'll never be safe as long as she's alive.
Don't listen to him, May!
We can be *friends.*
Your daughter needs us, Peter.
Join your strength to mine--
"--and we will prevail!"
W-What--?!
I...I don't recognize this memory.
I was raised to be a *Green Goblin.*
It's not like I had any choice.
You can't imagine the pressure my grandfather put on me.
It's not like I want to kill you.
Will you at least TRY to escape?
FRAGILE
Why do you keep telling me to--*of course!*
You want me to break free.
You're hoping I'll stab you in the ensuing fight.
Put the knife down, Normie!
We don't have to fight each other.
We can find another way to stop the war.
I know we CAN!

Blast that girl!

She ruined my *grandson* and is about to pervert a perfectly good *hybrid.*

KA-ZAKKK!

Get *down,* May!

=uuft=

=AKKK=

S-she meant it.

Every last word.

If she was telling the truth--!

ARRRGH!

Bah! I should have realized there was too much Parker in you.

Looks like everybody dies now!

That's why you don't have any friends, haircut.

SKWAMM!

TWOMP!

Your temper keeps getting the best of you.

HA HA HA!

Do you young fools really believe you possess enough power to--

=GAHHH!=

What on earth--?!

It looks like he's having some kind of heart attack.

=GAK=

=GAK=

=GAK=

Should we call an ambulance?

No, we wait...

I think it's my *husband* and...*uhhh*... *Spider-Girl.*

They're still fighting--

--trying to return to us.

NO--!
You're fighting a losing battle, little girl.
Your father's subconscious is still under my command.
I RULE this reality!
Hate to be the one to break it to you, grandpa--
--but the balance of power seems to have *shifted.*
You should listen to her, Osborn. She has this annoying habit of being right.
She gets it from her *mother.*
Oh, and another thing--
Get OUT of my head!
PWOK!
All I wanted was a real life--
--but you ***used*** me!
Betrayed me and tried to ***murder*** my parents.
KWOK!
What's supposed to happen to me now?
Where do *I* go?
I will not permit this.
I waited too long to be reborn.
This was supposed to be my final ***revenge.***
My ultimate TRIUMPH!
SKKFFFT!
Oops!
You blew it again.

You're a *disease*, Osborn.

A *sickness* that feeds upon itself, destroying everything it touches.

Normie used to idolize you and would have eventually been consumed with hatred if he hadn't renounced you.

There's only one way to *cure* such a disease.

You face it with *courage* and employ plenty of *faith*, *hope*, *honesty* and *honor*.

:sigh: You were doing so well, dear--

--but that *faith, hope, honesty* and *honor* line was a bit over the top.

You think it's *easy* to ad-lib a dramatic punch line?

Whatever!

I need you and your father to take my hands.

Norman Osborn has finally been *defeated* and must now be cleansed from Peter's mind.

Y-your voice-- why does it sound so *familiar?*

May, your face--!

It's changing.

Aging!

That's your father's doing, my dear.

You're finally seeing me through his eyes.

Aunt May, is it really you?

How is this even possible--?!

You needed your own ghost to deal with Norman's spirit.

But, like I said earlier--

--we both belong in the PAST!

ARRRGH!

ARRRGH!

Peter, your Uncle Ben and I are very proud of the parents you and Mary Jane have become.

It was a real pleasure to spend some quality time with my great-niece and to meet my great-nephew.

May, you do have a tongue on you, but you're a fine young woman.

A real *Parker.*

You'll go far, my dear.

Osborn, you can't go without telling us the truth.

Who's the *original?*

Please--!

Tell us!

Tell us!

TELL US!

I...

I got you, Dad.

You too, May.

We're all in this together.

Webs don't fail me now!

FWAP!

FWAP!

THWIPP!

THWIPP!

Showoff!

You did realize that Raptor and I could have saved you.

Where's the fun in that?

A web chute?

You're actually using a web chute?

I never could get mine to work quite right and always had trouble landing them.

Looks like the student has finally become the master.

Yeah.

"--because your mother and I will always worry about you no matter how *old* or *skilled* you become!"

Like you'll remember that the next time I break curfew.

You'd better not break curfew, young lady--

Things pretty much return to normal after that--

--or as normal as my crowd gets.

Normie, *Raptor*, *Phil Urich*, *Darkdevil* and *Kaine* all go back to their usual lives--

--and I assume the *Black Tarantula* and *Arana* are beating each other's brains out somewhere.

But we Parkers still have a few loose ends.

Norman Osborn might be gone, but his work lives on...

She lived her whole life in a stasis chamber and has no place to go.

None of this was her fault.

We're the closest thing she has to a family.

I...I'm so sorry for all the trouble I caused.

I just wanted a real life.

Of course, you can stay.

We'll eventually figure out a plausible cover story for you.

Come upstairs and we'll get you settled.

Clothes won't be a problem since you're the same size as May.

Uhhhh... my name is May, too.

Yes, well... we'll see about that, too.

I just want to go on record that I think this is a mistake.

There's no telling what garbage Norman stuffed into her head.

I don't trust her.

I know, Dad--

--and I really hope you're *wrong*.

GANG WARS

Finding the other May a home could be the least of our problems.

Mom now knows that Benjy has inherited Dad's powers--

--and that's gotta add a little extra spice to our already changing family dynamic.

S'funny, we've really become an *amazing Spider-Man family*, haven't we?

Unfortunately, we never resolved the biggest issue of all...

Am I the original *May Parker*--

CAFÉ INDIGO

--or the *clone*?

I guess I'm just going to have to be content with the knowledge that--

--I was raised by two loving and supportive parents.

Nothing can ever change the fact that--

--my name is *May "Mayday" Parker* and I am the daughter of *Spider-Man.*

Today is the first day of the rest of my life--

--and it is still a SPIDER-GIRL WORLD!

THE END... *FOR NOW!*

#25

VARIANT BY STEPHANIE BUSCEMA

#25

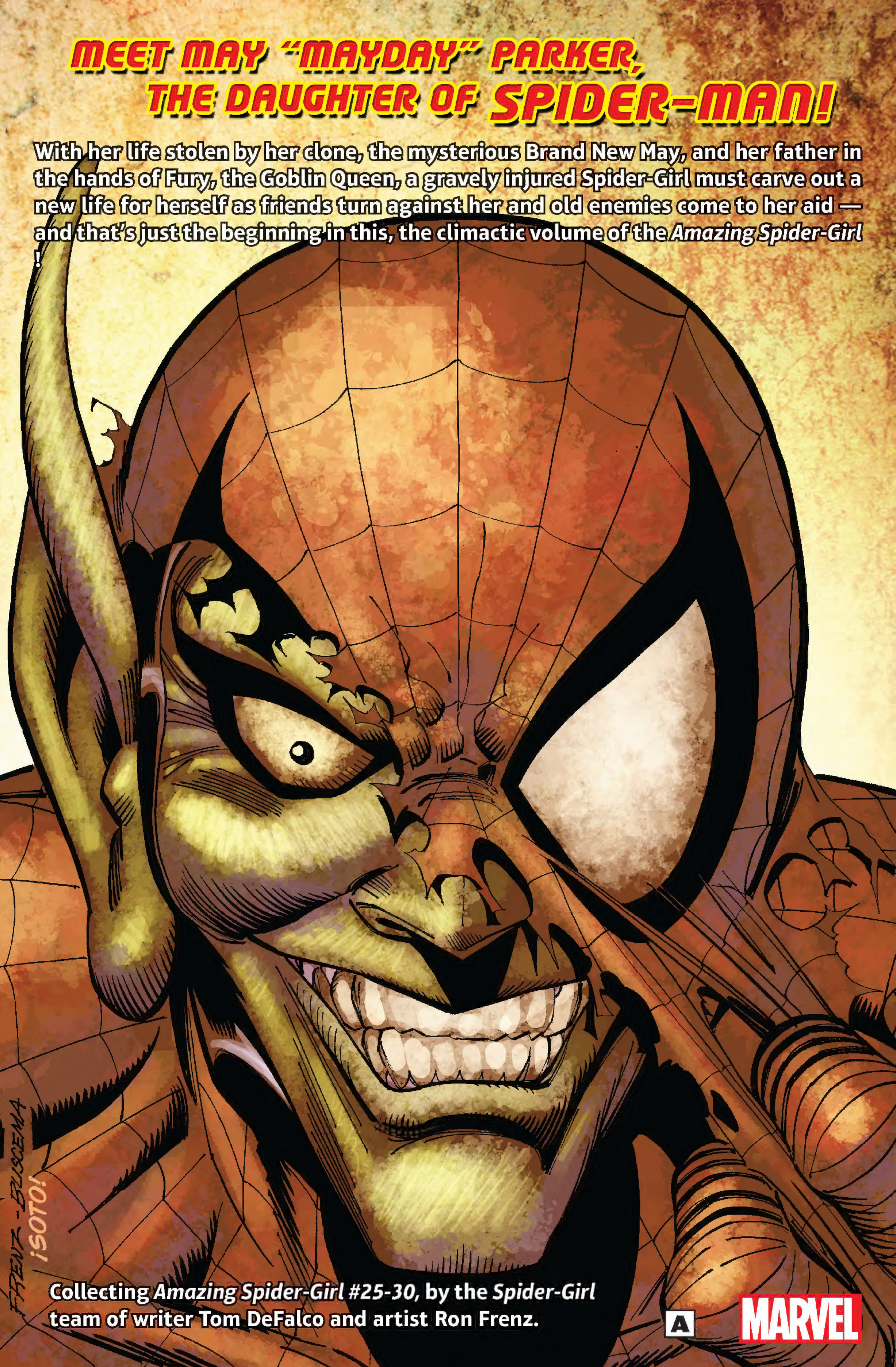
ZOMBIE VARIANT BY PAT OLLIFFE

#27

VILLAIN VARIANT BY RON FRENZ

MEET MAY "MAYDAY" PARKER, THE DAUGHTER OF SPIDER-MAN!

With her life stolen by her clone, the mysterious Brand New May, and her father in the hands of Fury, the Goblin Queen, a gravely injured Spider-Girl must carve out a new life for herself as friends turn against her and old enemies come to her aid — and that's just the beginning in this, the climactic volume of the *Amazing Spider-Girl*!



Collecting *Amazing Spider-Girl #25-30*, by the *Spider-Girl* team of writer Tom DeFalco and artist Ron Frenz.

A

MARVEL

ZONE